

# EXHIBIT D

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA

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|-----------------------|---|---------------------------|
| <b>Bartz, et al.,</b> | ) |                           |
|                       | ) | No. 3:24-CV-05417-WHA     |
| Plaintiffs,           | ) |                           |
|                       | ) |                           |
| vs.                   | ) |                           |
|                       | ) | San Francisco, California |
| <b>Anthropic PBC,</b> | ) | October 10, 2024          |
|                       | ) | 11:33 a.m.                |
| Defendants.           | ) |                           |
|                       | ) |                           |

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**BEFORE: THE HONORABLE WILLIAM H. ALSUP, JUDGE**

**REPORTER'S TRANSCRIPT OF PROCEEDINGS**

**INITIAL CASE MANAGEMENT CONFERENCE**

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1 MR. NELSON: Correct.

2 THE COURT: All right. So why is that not good  
3 enough?

4 MR. WINTHROP: Because that is not in the complaint,  
5 and we talked this morning. And if I -- they saw from the  
6 statement one concern we have, and they told me they were going  
7 to try to tell me and show me that, in fact, they have this  
8 evidence.

9 I am skeptical, Your Honor, but I'm open-minded. I  
10 don't want to file a motion.

11 THE COURT: Please don't file one when it's that easy.

12 I want you by the end of the week, show him the  
13 Atlantic list. Highlight the names of the three.

14 MR. NELSON: Absolutely, Your Honor.

15 THE COURT: All right. Okay. Now, do you deny that  
16 your company uses Books3?

17 MR. WINTHROP: I don't know at this point that the --  
18 the full use of the training, but that's -- so that would be a  
19 question --

20 THE COURT: That's what's alleged.

21 MR. WINTHROP: Yes --

22 THE COURT: So --

23 MR. WINTHROP: -- I understand.

24 THE COURT: -- why don't you go take the deposition  
25 tomorrow of a 30(b)(6) person to find out if they're using

1 Books3.

2 This ought to be -- the facts here should not be in  
3 dispute. If it's truly fair use, you should be open about  
4 everything that happened --

5 MR. WINTHROP: Yeah.

6 THE COURT: -- and -- and so that they -- we -- okay.

7 Now, what is your answer to his point? His point is,  
8 we're not selling pirated copies. We're not going out -- and  
9 what's the name of this book? The Last -- the Lost Night, a  
10 novel.

11 They're not going out and selling bootleg copies of  
12 this novel. Kind of the classic misuse of copyright.

13 What they're doing is, he says, a transformative use,  
14 the words in that novel and, as you say, the expression to  
15 train their -- what's it called?

16 MR. WINTHROP: It'll a model. Claude.

17 THE COURT: Claude, yes.

18 So that -- I can see the argument. I'm not saying I  
19 agree with it. I don't know yet. But tell me, preview what  
20 your response to that's going to be.

21 MR. NELSON: Sure. And we'll put aside the output  
22 case, whether it actually is transformative. But just this is  
23 an input case. The -- the copying of a pirated book is a  
24 copyright violation. And the American -- the *A&M Records vs.*  
25 *Napster*, 239 F.3d 1004 at 1015, Ninth Circuit, I'm going to

C E R T I F I C A T E

I, CATHY J. TAYLOR, do hereby certify that I am duly appointed and qualified to act as Official Court Reporter.

I FURTHER CERTIFY that the foregoing pages constitute a full, true, and accurate transcript of all of that portion of the proceedings contained herein, had in the above-entitled cause on the date specified therein, and that said transcript was prepared under my direction and control.

DATED this 10th day of October, 2024.

/s/Cathy J. Taylor

Cathy J. Taylor, RMR, CRR, CRC